

**Exhibit A**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

R. ESMERIAN, INC.,

Debtor.

Chapter 11

Case No. 10-12719 (RDD)

In re:

RALPH ESMERIAN,

Debtor.

Chapter 11

Case No. 10-12721 (RDD)

**ORDER PURSUANT TO SECTIONS 105(a) AND 1104 OF  
THE BANKRUPTCY CODE AND RULE 2004  
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE  
AUTHORIZING EXAMINATIONS AND SERVICE OF SUBPOENA**

Upon the motion (the “Motion”)<sup>1</sup> of R. Todd Neilson, the Examiner with expanded powers (the “Examiner”) for the estates of R. Esmerian, Inc. and Ralph Esmerian, the debtors and debtors in possession (jointly, the “Debtors”) in the above-referenced cases (the “Cases”) for an order, pursuant to sections 105(a) and 1104(a) of the Bankruptcy Code and Rule 2004 of the Bankruptcy Rules authorizing examinations and service of subpoenas; and the Court having jurisdiction is to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Motion having been provided and that no other or further notice is necessary; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the

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<sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, that the Motion is granted as set forth herein; and it is further

ORDERED, that the Examiner be and hereby is authorized to seek Bankruptcy Rule 2004 examinations and issue Rule 2004 Subpoenas for documents, information and/or testimony without further order of this Court, subject to the following procedures (the “Subpoena Procedures”):

- a. The Examiner shall be authorized to issue and serve subpoenas (each such subpoena, a “Rule 2004 Subpoena”) for examinations pursuant to Bankruptcy Rule 2004 without further order of the Court.
- b. The Examiner shall serve each Rule 2004 Subpoena and a copy of the this Order on (i) the target of the Rule 2004 Subpoena and (ii) counsel to any statutory committee appointed in these Cases.
- c. The Examiner shall file with the Court an affidavit or declaration of service for each Rule 2004 Subpoena it serves.
- d. Targets of a Rule 2004 Subpoena and any party in interest shall have ten (10) days after any Rule 2004 Subpoena is served to object to and/or seek to quash such Rule 2004 Subpoena.
- e. These Subpoena Procedures shall not affect the substantive rights of any party with respect to a Rule 2004 Subpoena. The Subpoena Procedures outlined herein relate solely to (i) issuance of a Rule 2004 Subpoena by the Examiner and (ii) the time in which parties may object or seek to quash such subpoena;

and it is further

ORDERED, that the Examiner be and hereby is authorized to seek to enforce the terms of any Rule 2004 Subpoena, including, but not limited to, by moving to compel

compliance therewith, in any Court of competent jurisdiction without further order of this Court;  
and it is further

ORDERED, that notice of the Motion as provided herein and therein shall be  
deemed good and sufficient notice of the Motion; and it is further

ORDERED, that this Court shall retain jurisdiction to hear and determine all  
matters arising from or related to the implementation or interpretation of this Order.

Dated: \_\_\_\_\_  
White Plains, New York

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UNITED STATES BANKRUPTCY JUDGE